

RESOLUTION NO. 120-22

The Board of County Commissioners of Clermont County, Ohio, met in regular session on the 24th day of Aug. 2022, with the following members present:

Bonnie Batchler, President

David Painter, Vice President

Claire Corcoran, Member

Mr. s Corcoran moved for the adoption of the following Resolution:

**RESOLUTION ACCEPTING RECOMMENDATION OF ENGINEER;
TERMINATING PERFORMANCE BOND AND ACTIVATING
MAINTENANCE BOND OF COMBINED PERFORMANCE AND
MAINTENANCE BOND DOCUMENTS FOR MILLS OF MIAMI
SUBDIVISION, SECTION 2, IN MIAMI TOWNSHIP.**

WHEREAS, the Board has previously by Resolution dated April 29, 2020 as appears in Commissioners' Journal 317, accepted a Combined Performance and Maintenance Bond of D.R. Horton – Indiana, LLC as principal and The Argonaut Insurance Company as surety for the development and construction of McMills Drive, and West Mills Drive and related improvements of Mills of Miami Subdivision, Section 2, and

WHEREAS, the office of the County Engineer has inspected the right-of-way and related improvements, and approves they have been constructed according to the plans and specifications previously approved; and

WHEREAS, the Combined Performance and Maintenance Bond by its own terms requires a conversion to a Maintenance Bond for a period of one year to insure that the above-referenced principal maintain the improvements in accordance with the subdivision regulations of Clermont County, Ohio.

NOW, THEREFORE, BE IT RESOLVED, as follows:

1. That the performance provisions of the above referenced bond have been completed and the bond is released as to the performance aspects. The surety represented by the previously referenced bond shall continue as surety for the maintenance aspects of the bond.
2. That the Maintenance Bond provisions of the Combined Performance and Maintenance Bonds are hereby effective and activated and that the said principal and sureties shall remain firmly bound to Clermont County, Ohio in the penal sum of \$10,000.00 as previously provided and shall continue to be so responsible for a period of one year of use from the date of this conversion during which period the Maintenance Bond shall remain in full force and effect upon the terms previously specified in said Bond.
3. That the Clerk shall certify this Resolution to the County Engineer who shall notify the principal and sureties of this conversion of the bond pursuant to its terms.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Board of County Commissioners hereby finds and determines that all formal actions relative to the passage of the Resolution were taken in an open meeting of this Board and of its Committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with the applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

Mr. Painter seconded the motion and upon roll call, the vote was as follows:

Mrs. Batchler Yes; Mr. Painter Yes; Mrs. Corcoran Yes

DATED: Aug 24, 2022

ATTEST:

Holly Isaacs

Holly Isaacs, Clerk
Board of County Commissioners

The Board of County Commissioners of Clermont County, Ohio, met in Regular Session on the 24th day of August, 2022, at the Office of said Board with the following members present:

Bonnie J. Batchler, President
David L. Painter, Vice President
Claire B. Corcoran, Member

Mrs. Corcoran introduced the following Resolution and moved its passage:

RESOLUTION NUMBER 121-22

RESOLUTION AUTHORIZING APPLICATION FOR FINANCIAL ASSISTANCE FOR AID TO LOCAL GOVERNMENT FOR INFRASTRUCTURE IMPROVEMENTS AND AUTHORIZING THE EXECUTION, CERTIFICATION, AND SUBMISSION OF SAID APPLICATION FOR PROJECT SUPPORT TO THE OHIO PUBLIC WORKS COMMISSION PURSUANT TO CHAPTER 164 OF THE OHIO REVISED CODE

WHEREAS, the State of Ohio in enacting House Bill 704 and related amendments to the Ohio Constitution, has provided for financial aid to local governments for infrastructure improvements acting through the Ohio Public Works Commission pursuant to the authority of Chapter 164 of the Ohio Revised Code, and rules promulgated thereunder by the Director of the Ohio Public Works Commission; and

WHEREAS, the Board of County Commissioners, Clermont County, Ohio, has previously conducted a study of its existing capital improvements; the condition of those improvements and the projected capital needs of the county in the ensuing five-year period, and has, after completing such study, compiled a report that included an inventory of the existing capital improvements of the county, a plan detailing the capital improvement needs of the county in the ensuing five-year period and a list of the county's priorities with respect to addressing those needs; and

WHEREAS, the Board of County Commissioners, Clermont County, Ohio, desires to submit an Application for project support and financial assistance in the implementation of an infrastructure improvement for grant and/or loan funding consideration in 2023 for OPWC Fiscal Year 2024, as a qualified project under the OPWC Programs, pursuant to and in compliance with the provisions of Chapter 164 of the Ohio Revised Code.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners, Clermont County, Ohio, with at least two-thirds of its members concurring as follows:

SECTION 1. That the Board of County Commissioners authorize Application for aid to local government for the following infrastructure improvement project for Fiscal Year 2024 as follows:

<u>Project</u>	<u>Project Amount</u>	<u>Grant Amount</u>
Branch Hill Miamiaville Road Water Main Replacement Miami Township Waterworks System Improvement	\$2,890,900.00	\$1,416,541.00

SECTION 2. That Jennifer Brooks, Contract Manager, Clermont County Water Resources Department, is hereby authorized and directed to submit an online Application through Public WorksWise for project support to the Ohio Public Works Commission, including all understandings and assurances therein required, and to act in accordance with the application and to provide such additional information as may be required.

SECTION 3. That the Project Manager (identified as the Director of Utilities) and the Chief Financial Officer (identified as the Water Resources Fiscal Administrator) are authorized to make any appropriate revisions to the funding Application, in order to accommodate any variation in the amount of grant or loan monies available and designated for said Project, as may be required.

SECTION 4. That this Board declares that it reasonably expects that the capital expenditures in connection with the Branch Hill Miamiaville Road Water Main Replacement Project, which will be paid from the water construction funds prior to the issuance of any revenue bonds, general obligation bonds or certificates of indebtedness, or prior to the receipt of the above referenced Ohio Public Works Commission monies and will possibly be reimbursed with the proceeds of tax exempt debt of the State of Ohio in the principal amount for such reimbursement of \$1,416,541.00 (Grant) and/or such additional grant or loan amount as may be awarded. This declaration is being made in order to ensure compliance with Treasury Regulations Section 1.150-2.

SECTION 5. That the County Administrator of the Board of Clermont County Commissioners, as the designated Chief Executive Officer during the life of the Grant or Loan Project, is further authorized to enter into any agreement as may be necessary and appropriate for obtaining this financial assistance and any disbursements/reimbursements thereunder.

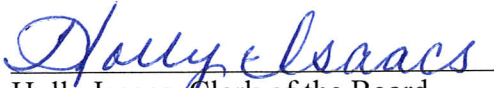
SECTION 6. That this Board finds and determines that all formal actions relative to the passage of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its committees, if any, which resulted in formal action were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

The Resolution was seconded by Mr. Painter and upon call of the roll; the vote thereon was as follows:

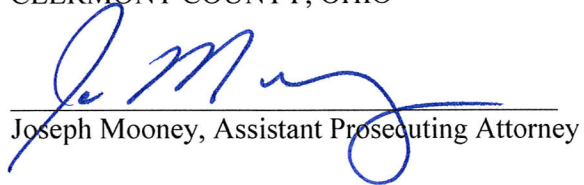
Mrs. Batchler Yes; Mr. Painter Yes; Mrs. Corcoran Yes.

PASSED: Aug. 24, 2022.

ATTEST:


Holly Isaacs, Clerk of the Board
Board of County Commissioners
Clermont County, Ohio

APPROVED AS TO FORM ONLY:
D. VINCENT FARIS, PROSECUTOR
CLERMONT COUNTY, OHIO


Joseph Mooney, Assistant Prosecuting Attorney

The Board of County Commissioners of Clermont County, Ohio, met in regular session on the 24th day of August, 2022, at its regular place of meeting, with the following members present:

Bonnie J. Batchler, President
David L. Painter, Vice President
Claire B. Corcoran, Member

Mr. Painter introduced the following resolution and moved its passage:

RESOLUTION NO. 122-22

DETERMINING TO MAKE IMPROVEMENTS KNOWN AS THE PRICE ROAD WATER MAIN REPLACEMENT AND IDENTIFIED AS PROJECT NUMBER 6401-60191, AS DESCRIBED IN THE ATTACHED EXHIBIT "A" FOR THE COUNTY WATERWORKS SYSTEM, IN THE CLERMONT COUNTY WATER RESOURCES DEPARTMENT, CLERMONT COUNTY, OHIO.

WHEREAS, this Board of County Commissioners of Clermont County, Ohio, has heretofore established the Clermont County Water Resources Department by consolidation of previously existing districts; and

WHEREAS, this Board of County Commissioners has been advised by the Clermont County Water Resources Department that the improvements described in Exhibit "A" are necessary for the preservation and promotion of the public health and welfare and to provide an adequate water supply for consumption and fire protection; and

WHEREAS, the Clermont County Water Resources Department has made a detailed examination in order to delineate the work necessary for the improvements described in Exhibit "A" and has prepared plans, specifications and bid documents relative to the improvements along with a cost estimate; and

WHEREAS, improvements described in Exhibit "A" are valid improvements and expenses attributable to the County Waterworks System in the Clermont County Water Resources Department, Clermont County, Ohio.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Clermont County, Ohio, with at least two-thirds of its members concurring as follows:

SECTION 1. By this Resolution which ratifies and declares necessity for the detailed plans, specifications and estimates of cost and financing for the Project as described in the attached Exhibit "A" which exhibit is hereby made a part hereof, in said County, is hereby approved, ratified and confirmed.

SECTION 2. That this Board of County Commissioners hereby declares it necessary for the preservation and promotion of the public health and welfare and to provide an adequate water supply for consumption and fire protection to construct Project as described in the attached Exhibit "A" which exhibit is hereby made a part hereof.

SECTION 3. That it is hereby determined to proceed with the Project, in accordance with the detailed plans, specifications, and estimates of cost and financing, as herein ratified and confirmed, and to provide for the receipt of bids for the project pursuant to public advertisement therefore in the manner prescribed by law.

SECTION 4. That the work or improvements as described herein shall proceed in accordance with the priority of need and as may be accomplished in conjunction with continued operation of the Clermont County Waterworks System.

SECTION 5. Said construction of certain improvements set forth in Exhibit "A" are more particularly described and set out in the plans, specifications, and estimates of cost and financing, which are on file in the office of the Clermont County Water Resources Department, 4400 Haskell Lane, Batavia, Ohio 45103, where they may be examined.

SECTION 6. That the entire cost of the Project, including engineering fees, legal fees, and all necessary and incidental expenses in connection therewith shall be paid from one or more of any combination of the Waterworks Capital Improvement Fund, a funding contribution from the American Rescue Plan Act (ARPA), any portion of any federal or state grant or loan should such become available, and/or by the issuance of notes or bonds pursuant to Section 133.08 of the Ohio Revised Code, and payable from revenues derived from water rates and charges levied for the operation of the Clermont County Waterworks System.

SECTION 7. That this Board of County Commissioners hereby finds and determines that all formal actions relative to the passage of this resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of its committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Ohio Revised Code.

SECTION 8. That a copy of this resolution be certified to (a) the County Auditor of Clermont County, Ohio within fifteen (15) days after passage hereof, as provided in Section 319.61 of the Ohio Revised Code, and (b) the County Sanitary Engineer for information.

Mrs. Corcoran seconded the motion and the vote thereon resulted as follows:

Mrs. Batchler, Yes; Mr. Painter, Yes; Mrs. Corcoran, Yes.

PASSED: Aug 24, 2022

ATTEST:

Holly Isaacs
Holly Isaacs, Clerk

Board of County Commissioners,
Clermont County, Ohio

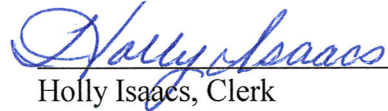
APPROVED AS TO FORM ONLY:
MARK J. TEKULVE, PROSECUTOR
CLERMONT COUNTY, OHIO

By: [Signature]
Joseph Mooney, Assistant Prosecutor

Dated: 8.9.22

CERTIFICATE

The undersigned, Clerk of the Board of County Commissioners of Clermont County, Ohio, hereby certifies that the foregoing is a true and correct copy of Resolution No. 122-22 passed by the Board of County Commissioners of Clermont County, Ohio on Aug. 24, 2022 and that a copy thereof was certified to the County Auditor and the Clermont County Water Resources Department.



Holly Isaacs, Clerk
Board of County Commissioners,
Clermont County, Ohio

EXHIBIT "A"

Resolution No. 122-22

Adopted Aug. 24, 2022

**PRICE ROAD WATER MAIN REPLACEMENT
PROJECT NO. 6401-60191**

This project consists of the construction of approximately 7,533 linear feet of 6", 8", and 12" ductile iron water main to replace existing 6" water mains along Price Road (between Hobby Horse Lane and Pine Ridge Road, and between Loveland-Miamiville Road and I-275), along Oskamp Drive (between Price Road and the eastern terminus of Oskamp Drive), and under I-275 (between McClelland Road and Montclair Boulevard), located in Miami Township.

Estimated Annual Operation & Maintenance Cost.....\$ 1,200.00

Estimated Impact of Project on Operation & Maintenance Cost.....\$ 0.00

Estimated Total Project Cost.....\$ 2,109,100.00

Source of Funds: One or more of any combination of the Waterworks Capital Improvement Fund, a funding contribution from the American Rescue Plan Act (ARPA), any portion of any federal or state grant or loan should such become available, and/or by the issuance of notes or bonds pursuant to Section 133.08 of the Ohio Revised Code, and payable from revenues derived from water rates and charges levied for the operation of the Clermont County Waterworks System.

The Board of County Commissioners of the County of Clermont, Ohio met in regular session on August 24, 2022, with the following members present:

Bonnie J. Batchler
David L. Painter
Claire B. Corcoran

Mrs. Corcoran introduced the following resolution and moved its

adoption:

RESOLUTION NO. 123-22

RESOLUTION AUTHORIZING THE COUNTY OF CLERMONT, OHIO TO APPROVE THE ISSUANCE OF HOSPITAL FACILITIES REVENUE BONDS OF THE COUNTY OF ALLEN, OHIO, SOLELY AS IT RELATES TO LOCAL FACILITIES; AND AUTHORIZING OTHER DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF SUCH BONDS.

WHEREAS, Bon Secours Mercy Health, Inc., successor by merger to Mercy Health, is a Maryland nonprofit nonstock membership corporation (the "Corporation") that, through its subordinate and affiliated nonprofit entities (the "Affiliates"), owns and operates healthcare facilities at various locations in Ohio, including Hospital Facilities, as defined in Section 140.01 of the Ohio Revised Code, in the County; that the Corporation has determined to acquire, construct and equip certain additional Hospital Facilities located in the County (collectively, the "Local Facilities"); and that it has requested the County of Allen, Ohio (the "Issuer") to issue its bonds therefor; and

WHEREAS, Chapter 140 of the Ohio Revised Code provides a procedure by which "Public Hospital Agencies," as defined therein and including counties and municipal corporations, may enter into an agreement pursuant to which a Public Hospital Agency may issue its revenue bonds to fund the capital needs of Hospital Facilities located in the jurisdictions of each of the Public Hospital Agencies which are parties to such agreement, for the public purpose of better providing for the health and welfare of the people of the State of Ohio by enhancing the availability, efficiency and economy of Hospital Facilities and the services rendered thereby; and

WHEREAS, the Corporation has represented to the County that it has organized under a master trust indenture the financing of certain debt of the Corporation and the Affiliates, including debt incurred to fund the capital needs of the Local Facilities, and from time to time will undertake the financing and refinancing of Hospital Facilities, including the Local Facilities, thereby enhancing the availability, efficiency and economy of Hospital Facilities and the services rendered thereby in the County; and

WHEREAS, the County entered into the Participating Public Hospital Agencies Agreement with the Issuer and certain additional political subdivisions (collectively with the County, the "Participating Public Hospital Agencies") pursuant to Section 140.03, Ohio Revised Code, on May 1, 2008 for the purposes of (a) financing and refinancing through the Issuer certain capital equipment and construction needs of the Corporation and its Affiliates, including the Local Facilities, located within the jurisdiction of the County, including the reimbursement of costs advanced for those purposes, and (b) refunding and retiring outstanding prior indebtedness incurred for such purpose; and

WHEREAS, the Corporation has represented to the County that it anticipates that the Issuer will issue its Hospital Facilities Revenue Bonds, Series 2022 (Bon Secours Mercy Health, Inc.), in one or more series (the "Series 2022 Bonds"), in an amount not to exceed \$300,000,000 to finance and refinance the acquisition, construction and equipping of Hospital Facilities located in the jurisdiction of the Participating Public Hospital Agencies, and the Issuer may, from time to time, determine to issue additional revenue bonds, in order to finance and refinance the costs of Hospital Facilities, in cooperation with the Participating Public Hospital Agencies; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Series 2022 Bonds must be approved by the "applicable elected representative" (as defined in such Section 147(f) of the Code) of the Issuer and of certain political subdivisions in which Hospital Facilities will be financed ("Host Approval"), including the County; and

WHEREAS, this Board of County Commissioners (the "Board") is the applicable elected representative of the County; and

WHEREAS, a public hearing was held by this Board or its designee with respect to the issuance of the Series 2022 Bonds solely as it relates to the Local Facilities prior to the consideration of this resolution; and

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Clermont, Ohio:

SECTION 1. That any revenue bonds issued by the Issuer under the authority of the Participating Public Hospital Agencies Agreement shall not be, and are not, general obligations, debt or bonded indebtedness of the County or any Participating Public Hospital Agency and the holders or owners of such revenue bonds shall not have the right to have excises or taxes levied by the County or any Participating Public Hospital Agency for the payment of principal of, or interest or premium, if any, on such revenue bonds. Such payment shall be made only from funds provided by the Corporation or its Affiliates.

SECTION 2. That this Board, as the "applicable elected representative" of the County for purposes of the Host Approval required under Section 147(f) of the Internal Revenue Code of 1986, as amended, hereby approves the issuance of the Series 2022 Bonds by the County of Allen, Ohio, in the maximum principal amount of \$300,000,000 solely as it relates to the Local Facilities. It is anticipated, based solely on information provided by the Corporation, that the proceeds of the Series 2022 Bonds will be used to (i) finance, refinance, or reimburse the costs of, the acquisition,

construction and equipping of equipment, real property and improvements to Hospital Facilities, at some or all of the following locations in the county: (A) 4440 Gleneste-Withamsville Road, Batavia, known as Mercy Health - Orthopaedic & Sports Medicine, (B) 2055 Hospital Drive, Batavia, Ohio known as Mercy Health – East Pulmonary, Sleep and Critical Care, Clermont, (C) 720 W. Plane Street, Bethel, Ohio known as Mercy Health - Bethel Outpatient Rehabilitation and Therapy, (D) 3000 Hospital Drive, Batavia, known as Mercy Health - Clermont Hospital LLC, (E) 3020 Hospital Drive, Batavia, known as Mercy Health - Clermont Medical Arts Building, and (F) 201 Old Bank Road, Milford, known as Mercy Health Center-Milford (each, a "project" and collectively, the "projects"), the initial legal owner or principal user of each project being Mercy Health – Clermont Hospital LLC, Mercy Health Cincinnati LLC, or Mercy Health Physicians Cincinnati LLC, each an Ohio limited liability company, or the Corporation, or a related party thereof; (ii) refinance all or a portion of a taxable loan, the proceeds of which refunded the outstanding principal amount of the \$89,425,000 County of Allen, Ohio Adjustable Rate Hospital Facilities Revenue Bonds, Series 2017B (the "Series 2017B Bonds"); and (iii) pay costs of issuance of the Series 2022 Bonds. The Corporation and its non-profit affiliates operate a healthcare system on several campus sites. The projects are and will be used by the Corporation in an integrated operation for the delivery of healthcare, education, scientific research and administrative activities supporting those activities on several campuses. Not more than \$15,000,000 of the stated principal amount of the Series 2022 Bonds will be spent at the projects in the aggregate, and not more than \$5,000,000 of the stated principal amount of the Series 2022 Bonds will be spent at any one project listed above. A portion of the proceeds of the Series 2022 Bonds will also be used to finance and refinance Hospital Facilities at locations outside the County, in the State of Ohio.

This approval is intended to comply with the provisions of Section 147(f) of the Code only as to the Local Facilities, and does not constitute a finding of the Board as to the compliance or noncompliance by the Corporation or the County of Allen, Ohio with any legal requirements imposed upon them in connection with the issuance of the Series 2022 Bonds.

SECTION 3. That the Clerk of this Board and any member of this Board be and they hereby are authorized to execute and deliver on behalf of the County such certificates, documents and instruments in connection with the issuance and public sale of the Series 2022 Bonds and of revenue bonds issued from time to time under authority of the Participating Public Hospital Agencies Agreement, and the delivery of the Participating Public Hospital Agencies Agreement only as to the Local Facilities, as may be required, necessary or appropriate, including, without limitation, applicable elected representative approvals, conveyances of title to real and personal property, terminations of financing statements and other releases of security interests in property. Such documents, including the ones specifically authorized hereby, shall be subject to such changes, insertions and omissions as may be approved by this Board, which approval shall be conclusively evidenced by the execution thereof by the Clerk or any member of this Board. Neither the Clerk nor any member of this Board shall execute any certificates, documents or instruments unless the full indemnification of the County against any liability and for the incurrence of any costs of the County are provided for by the Corporation in the relevant documents for the Series 2022 Bonds.

SECTION 4. That the provisions of this Resolution are hereby declared to be severable and, if any section, phrase or provision shall, for any reason, be declared invalid, such declaration of invalidity shall not affect the validity of the remainder of this Resolution.

SECTION 5. All resolutions, orders or parts thereof in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

SECTION 6. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with the law, including Section 121.22 of the Ohio Revised Code, and the rules of this Board in accordance therewith.

Mr. Painter seconded the motion and the roll being called for adoption of the foregoing resolution, the vote thereon resulted as follows:

Ayes:

Bonnie Batchler
Claire Coscoran
David Painter

Nays:

ADOPTED this 24th day of August, 2022.

Dorey Isaacs
Clerk, Board of County Commissioners,
Clermont County, Ohio

CERTIFICATE

The undersigned, duly appointed and acting Clerk of the Board of County Commissioners of Clermont County, Ohio, does hereby certify that the foregoing is a true and correct copy of a resolution adopted by such Board on August 24, 2022, together with an extract from the minutes of the meeting at which that resolution was adopted to the extent pertinent thereto.

Wally Isaacs

Clerk, Board of County Commissioners,
Clermont County, Ohio

August 24, 2022

25318011